

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MASSACHUSETTS

**RESPONSE BY DEBTOR TO (1) MOTION BY UNITED STATES TRUSTEE TO
CONVERT CASE OR APPOINT A CHAPTER 11 TRUSTEE, AND (2) MOTION BY
LISA JACOBS FOR APPOINTMENT OF A TRUSTEE**

To the Honorable William C. Hillman, United States Bankruptcy Judge:

The above-captioned debtor and debtor-in-possession (the “Debtor”) respectfully submits this response to (1) the motion of the United States Trustee to convert the case to Chapter 7 or appoint a Chapter 11 trustee, and (2) the motion of Lisa Jacobs for appointment of a Chapter 11 trustee (collectively, the “Trustee Motions”). In response to the Trustee Motions, the Debtor states the following:

1. The Debtor has entered into interim adequate protection agreements with several lenders respecting the real properties located at 126 Florence Street, Waltham, Massachusetts; 131 Tower Street, Lincoln, Massachusetts; 236 Linwood Street, Newtonville, Massachusetts; 700 Boston Post Road, Weston, Massachusetts; 91-93 Hammond Street, Waltham, Massachusetts; and 164-166 Washington Street, Newton, Massachusetts. These agreements provide for interim adequate protection payments while the respective lenders consider the Debtor's proposal toward a permanent restructuring of the respective loan facilities. The lenders have agreed to extend the adequate protection arrangement for an additional three month period, pursuant to a motion and agreed order filed with the Court on June 22, 2010.

2. The Debtor reports that he has reached agreements in principle directly with the lenders to restructure loans secured by several additional properties, including the properties located at Winaukee Extension, Moultonboro, New Hampshire; 9 Sky Harbor Drive, Biddeford, Maine; 221 Tower Road, Lincoln, Massachusetts; 89 Sudbury Road, Weston, Massachusetts; and 26-30 School Avenue, Waltham, Massachusetts.

3. The Debtor intends to sell his interest in five (5) condominiums located in Acton, Massachusetts in order to generate liquidity for a plan.

4. Special counsel has been retained to pursue litigation against Rockland Trust, and the Debtor believes that this cause of action will provide further support for his reorganization.

5. The Debtor remains within the exclusivity period, which has been extended to August 9, 2010.

6. Based upon the foregoing, the Debtor asserts that grounds to convert or appoint a Chapter 11 trustee do not exist and the Trustee Motions should therefore be denied. The Debtor requests that, in the event the Court elects not to deny the Trustee Motions, that any hearings on the Trustee Motions be continued for a period of at least thirty days while the Debtor pursues retention of successor counsel and works toward formulating a plan.

7. The Debtor denies all the allegations asserted by Ms. Jacobs in her Trustee Motion.

Wherefore, the Debtor prays that this Court:

1. Deny the Trustee Motions or, in the alternative, continue the Trustee Motions for a period of at least thirty days; and
2. Grant such other relief as is just and proper.

ROBERT N. LUPO,

By his counsel,

Dated: June 25, 2010

/s/ Andrew G. Lizotte

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